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18 In re LINEAR TECHNOLOGY
19 CORPORATION SHAREHOLDER
20 DERIVATIVE LITIGATION,

21 This Document Relates To:

22 ALL ACTIONS.

23 Case No. C-06-3290-MMC

24 JOINT STIPULATION AND ~~PROPOSED~~
25 ORDER TO SUSPEND PROCEEDINGS IN
26 FAVOR OF COORDINATION WITH
27 LITIGATION IN PARALLEL STATE
28 ACTION

1 WHEREAS, on May 18, 2006, Plaintiffs Laberta Lyle and David Eisenberg (the
2 “Federal Plaintiffs”) filed two separate shareholder derivative actions (the “Lyle Action” and the
3 “Eisenberg Action,” respectively), asserting claims on behalf of Linear Technology Corporation
4 (“Linear” or the “Company”) against certain of its current and former directors and officers for
5 alleged breaches of fiduciary duty as well as claims under the Securities Exchange Act of 1934;

6 WHEREAS, on June 7, 2006, plaintiff Margaret Mazza filed a substantially similar
7 shareholder derivative action in the Superior Court of the State of California, Santa Clara
8 County (the “Mazza Action”), asserting claims on behalf of Linear against certain of its current
9 and former directors and officers for alleged breaches of fiduciary duty and other state law
10 claims;

11 WHEREAS, on June 13, 2006, this Court consolidated the Lyle Action and the
12 Eisenberg Action (collectively, the “Action”);

13 WHEREAS, on June 14, 2006, plaintiff Richard Schwartz filed a substantially similar
14 shareholder derivative action in the Superior Court of the State of California, Santa Clara
15 County (the “Schwartz Action”), asserting claims on behalf of Linear against certain of its
16 current and former directors and officers for alleged breaches of fiduciary duty and other state
17 law claims;

18 WHEREAS, on July 10, 2006, the Superior Court of the State of California, Santa Clara
19 County consolidated the Mazza Action and the Schwartz action (the “First State Actions”);

20 WHEREAS, on July 13, 2006, the Federal Plaintiffs filed a Consolidated Complaint;

21 WHEREAS, on July 18, 2006, plaintiff Louisiana Municipal Police Employees’
22 Retirement System filed a substantially similar shareholder derivative action in the Superior
23 Court of the State of California, Santa Clara County (the “Louisiana Action”), asserting claims
24 on behalf of Linear against certain of its current and former directors and officers for alleged
25 breaches of fiduciary duty and other state law claims;

26 WHEREAS, on August 9-10, 2006, Louisiana filed a Consolidated Complaint, and the
27 Superior Court of the State of California, Santa Clara County consolidated the Louisiana Action

1 with the First State Action (collectively, the "State Action") and appointed Louisiana and its
2 counsel as Lead Plaintiff and Lead Counsel, respectively;

3 WHEREAS, on October 2, 2006, Nominal Defendant Linear filed a Motion to Stay the
4 Proceedings in the State Action in favor of the instant Action and the Individual Defendants
5 filed a Demurrer to the State Action;

6 WHEREAS, on October 4, 2006, Nominal Defendant Linear and the Individual
7 Defendants filed Motions to Dismiss the Federal Plaintiffs' Consolidated Complaint;

8 WHEREAS, on November 3, 2006, Plaintiffs in the Federal Action filed a Brief in
9 Opposition to both Nominal Defendant Linear's and the Individual Defendants' Motions to
10 Dismiss the Federal Plaintiffs' Consolidated Complaint;

11 WHEREAS, on December 7, 2006, this Court granted Linear's Motion to Dismiss the
12 Consolidated Complaint with leave to amend and denied the Individual Defendants' Motion to
13 Dismiss the Consolidated Complaint as moot;

14 WHEREAS, on January 5, 2007, the Federal Plaintiffs filed an Amended Consolidated
15 Complaint;

16 WHEREAS, all parties to the instant Action wish to avoid unnecessary and duplicative
17 proceedings in more than one jurisdiction;

18 NOW THEREFORE, IT IS HEREBY STIPULATED AND AGREED by and among the
19 counsel for the respective parties hereto, that the instant Action be suspended pending the
20 resolution of the parallel State Action pending in the Superior Court of the State of California,
21 Santa Clara County. Upon 30 days' notice, any party to this Action may seek a Court Order to
22 lift or otherwise modify the suspension imposed by this Stipulation and Order; and

23 IT IS FURTHER STIPULATED AND AGREED THAT all conferences and hearings in
24 the instant Action be suspended and taken off the calendar of the Court.

25 For the foregoing reasons, the parties respectfully request that the Court enter the Order
26 lodged simultaneously herewith.

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1 DATED: February 14, 2007

BORNSTEIN & BORNSTEIN

2
3 /s Jonathan Herschel Bornstein
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22 DATED: February 14, 2007

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39 Thomas S. Volpe, and Nominal Defendant Linear Technology
40 Corporation*

[PROPOSED] ORDER

GOOD CAUSE APPEARING THEREFOR, IT IS SO ORDERED.

Further, the parties shall file a Joint Status Statement on August 14, 2007, and every six months thereafter, to inform the Court as to the status of the State Action.

DATED: February 14 , 2007

atus of the State Action
Maxine M. Chesney
The Hon. Maxine M. Chesney
United States District Court Judge